

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	Chapter 11
DELPHI CORPORATION, et al.,	Case No. 05-44481 (RDD)
Debtors.	(Jointly Administered)
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AFFIDAVIT OF ORDINARY COURSE PROFESSIONAL¹

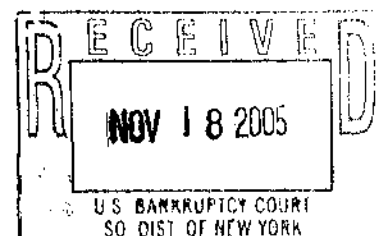
STATE OF ARKANSAS)
) ss:
COUNTY OF PULASKI)

Joseph R. Falasco, being duly sworn, deposes and says:

1. I am an associate of Quattlebaum, Grooms, Tull & Burrow PLLC ("QGTB") which firm maintains offices at 111 Center Street, Suite 1900, Little Rock, Arkansas, 72201.
2. Neither I, QGTB, nor any partner, auditor, or other member thereof, insofar as I have been able to ascertain, has any connection with the above-captioned debtors and debtors-in-possession (the "Debtors"), their creditors, or any other party-interest, or their attorneys, except as set forth in this affidavit.
3. QGTB, has represented and advised the Debtors in *James Lee Brown, et al. v. Delphi Automotive Systems USA, et al.*, Pulaski County, Arkansas, Circuit Court Case No. CV 2004-1073 with respect to a range of aspects of the Debtors' businesses that are at issue in that litigation.
4. The Debtors have requested, and QGTB has agreed, to continue to represent and advise the Debtors pursuant to section 327(e) of title 11 of the United States Code, 11 U.S.C. §§101-1330, as amended (the "Bankruptcy Code"), with respect to such matters. Additionally, the Debtors have requested, and QGTB proposes, to render the following services to the Debtors:

Legal services in *James Lee Brown, et al. v. Delphi Automotive Systems USA, et al.*, Pulaski County, Arkansas, Circuit Court Case No. CV 2004-1073

¹ Only applicable to attorneys rendering legal services to the Debtors.



5. QGTB's current fee arrangement is an hourly fee arrangement for legal services, with the attorneys and staff at QGTB charging the following rates:

Steven W. Quattlebaum	\$250.00 per hour
Kristine G. Baker	\$195.00 per hour
Joseph R. Falasco	\$135.00 per hour
Paralegals	\$85.00 per hour

6. Except as set forth herein, no promises have been received by QGTB or any partner, auditor, or other member thereof as to compensation in connection with these chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules, orders of this Court, and the Fee Guidelines promulgated by the Executive Office of the United States Trustee.

7. QGTB has no agreement with any entity to share with such entity any compensation received by QGTB.

8. QGTB and its partners, auditors, and other members may have in the past represented, currently represent, and may in the future represent entities that are claimants of the Debtors in matters totally unrelated to these pending chapter 11 cases. QGTB does not and will not represent any such entity in connection with these pending chapter 11 cases and does not have any relationship with any such entity, attorneys, or accountants that would be adverse to the Debtors or their estates.

9. Neither I, QGTB, nor any partner, auditor, or other member thereof, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors, or their estates in the matters upon which QGTB is to be engaged.

10. The foregoing constitutes the statement of QGTB pursuant to sections 329 and 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

FURTHER AFFIDANT SAYETH NOT

Joseph R. Falasco

Joseph R. Falasco
Arkansas Bar I.D. #2002163
QUATTLEBAUM, GROOMS,
TULL & BURROW PLLC
111 Center Street, Suite 1900
Little Rock, Arkansas 72201
Telephone: 501-379-1700
Facsimile: 501-379-1701

Subscribed and sworn before me
this 4th day of November, 2005

Susan E. Null
Notary Public

